

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF MINNESOTA**

In Re:

Case No. 04-31444

Helical Dynamics, Inc.

Chapter 11 Case

Debtor.

**Notice of Hearing and
Application for Allowance of Interim Compensation
and Reimbursement of Expenses of Attorney for
Debtor-In-Possession**

PLEASE TAKE NOTICE that the Court will hold a hearing on the following Application on September 7, 2004 at 9:45 a.m. in Courtroom 228B, 200 Warren E. Burger Federal Building, 316 North Robert Street, St. Paul, MN 55101, or as soon thereafter as counsel can be heard. Any response to this motion shall be filed and delivered no later than August 31, 2004, which is seven days before the date set for the hearing on this Application, or filed and served by mailed no later than August 27, 2004, which is ten days before the date set for the hearing on this Application. IF NO RESPONSE OPPOSING THE MOTION IS TIMELY FILED, THE COURT MAY GRANT THE MOTION WITHOUT A HEARING.

Steven B. Nosek, the Applicant herein, hereby applies to the Court, pursuant to 11 U.S.C. §§ 328, 330 and 331, for an Order allowing interim compensation and reimbursement of expenses and states in support thereof as follows:

1. Applicant is the attorney for the Debtor-in-Possession in the above-referenced case. Applicant's employment was approved by the Court on March 16, 2004. The Petitions commencing this case was filed with the Clerk of Bankruptcy Court on March 11, 2004.
2. This Court has jurisdiction over this application under Sections 157 and 1334. This application is filed pursuant to Bankruptcy Rules 2016 and 9013 and Local Rule 406.

3. The terms of the employment and compensation sought therefor are on an hourly basis at a rate of \$225.00 per hour for services performed by Steven B. Nosek, as more completely described in the attached exhibit.
4. The services rendered by Applicant during this period, as set forth in the attached Exhibit A and include the following:
 - a. General representation and advice provided to the Debtor concerning case matters involved in the Chapter 11 proceeding, including dealing with creditors, employees, vendors, service providers, etc. - 15.8 hours.
 - b. Handling cash collateral and adequate protection issues. - 8.8 hours.
 - c. GCI - 7.6 hours.
 - d. Plan of Reorganization. - 13.8 hours.
5. In addition, your Applicant has incurred expenses in the amount of \$0.00 as described in the attached Exhibit A.
6. As indicated in the attached exhibit, the total value for the unpaid fees for representation of the Debtor herein is the sum of \$10,350.00.
7. Pursuant to the Court's Order Authorizing the Payment of Fees & Costs under the paydown provisions of 11 U.S.C. §330, Applicant has been paid \$3,996.00 by the Debtor.
8. This is the second Application for Interim Compensation and Reimbursement of Expenses. The Application covers the period from June 1, 2004 through July 31, 2004.
9. Applicant is not aware of any unpaid administrative expenses in favor of creditors of the debtor-in-possession.
10. Under penalty of perjury, the undersigned hereby verifies that the foregoing is true and correct.

WHEREFORE, Applicant requests:

1. Allowance of interim compensation in the amount of \$10,350.00;

2. Authorizing Applicant to apply, in partial payment of the allowed fees and expenses, the paydown amounts received by the Application, and the Debtor is authorized to pay Applicant the unpaid balance in the amount of \$6,354.00 for fees.

Dated: August 12, 2004.

/e/ Steven B. Nosek

Steven B. Nosek, No. 79960

Attorneys for Debtor

701 Fourth Avenue South, Suite 300

Minneapolis, MN 55415

Telephone: (612) 335-9171

VERIFICATION

Walter Diachuk, President of the Debtor named in the foregoing pleading, declares under penalty of perjury that the foregoing pleading is true and correct according to the best of my knowledge, information and belief.

Dated: 8-12-04


Walter Diachuk

STEVEN B. NOSEK
Attorney at Law
701 Fourth Avenue South, Suite 300
Minneapolis, Minnesota 55415
(612) 335-9171

Helical Dynamics, Inc.
3600 Holly Lane North, #10
Plymouth MN 55447

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07/31/04
ACCOUNT NO: 5330-002M

General Representation

	HOURS	
06/01/04 SBN Prepare Hamilton fee application.	0.80	180.00
06/02/04 SBN Telephone conference(s) with U.S. Trustee.	0.20	45.00
SBN Telephone conference(s) with U.S. Trustee.	0.20	45.00
06/07/04 SBN Review material received.	0.20	45.00
06/08/04 SBN Telephone conference(s) with client regarding Commercial Services claim.	0.20	45.00
06/09/04 SBN Letter to Commercial Services Corp.	0.20	45.00
06/10/04 SBN Telephone conference(s) with Hamilton (landlord).	0.20	45.00
SBN Telephone conference(s) with Rubinstein (status of case).	0.20	45.00
06/14/04 SBN Review material received (Rubinstein fee application).	0.40	90.00
SBN Telephone conference(s) with Bankruptcy Court.	0.20	45.00
SBN Letter to Kleiner.	0.20	45.00
06/15/04 SBN Review May U.S. Trustee report.	0.40	90.00
SBN Telephone conference(s) with client (Commercial Services lease).	0.20	45.00
SBN Letter to Commercial Services Corp.	0.20	45.00
06/16/04 SBN Telephone conference(s) with Finkelstein (Expert Financial).	0.20	45.00
SBN Telephone conference(s) with Berry (Commercial Services Corp.).	0.20	45.00
SBN Telephone conference(s) with Rubinstein.	0.20	45.00
06/21/04 SBN Prepare motion regarding GE printer	1.00	225.00

Exhibit A

General Representation

	HOURS	
06/28/04 SBN Telephone conference(s) with client (printer).	0.20	45.00
SBN Telephone conference(s) with Bevuy; file and serve motion (printer).	1.00	225.00
06/29/04 SBN Telephone conference(s) with Rubenstein.	0.20	45.00
07/01/04 SBN Telephone conference(s) with Hamilton (Expert).	0.20	45.00
SBN Telephone conference(s) with Leuer.	0.20	45.00
SBN Telephone conference(s) with Hamilton (Expert Leasing).	0.20	45.00
07/06/04 SBN Telephone conference(s) with Hamilton (Expert Leasing).	0.20	45.00
SBN Telephone conference(s) with client (Expert Leasing).	0.20	45.00
07/07/04 SBN Review court orders received; letters to client.	0.40	90.00
07/08/04 SBN Telephone conference(s) with Pearson (IRS).	0.20	45.00
SBN Telephone conference(s) with client (IRS).	0.20	45.00
07/12/04 SBN Review IRS claim; fax to client; telephone conference(s) with client.	0.40	90.00
SBN Review material received (projections); telephone conference(s) with Joyal.	0.80	180.00
07/13/04 SBN Telephone conference(s) with Voss.	0.20	45.00
07/14/04 SBN Telephone conference(s) with client (IRS claim).	0.20	45.00
07/19/04 SBN Review June U.S. Trustee report.	0.60	135.00
SBN Telephone conference(s) with Hamilton.	0.20	45.00
07/20/04 SBN Telephone conference(s) with client; review material received (IRS); letter to IRS.	0.40	90.00
07/21/04 SBN Telephone conference(s) with Pearson (IRS).	0.20	45.00
07/23/04 SBN Telephone conference(s) with Pearson (IRS).	0.20	45.00
SBN Conference with client.	2.20	495.00
07/27/04 SBN Letter to Commercial Services Group.	0.20	45.00
SBN Telephone conference(s) with client.	0.20	45.00
07/28/04 SBN Telephone conference(s) with Hamilton.	0.20	45.00
SBN Telephone conference(s) with client.	0.20	45.00
07/29/04 SBN Review Statement of Minnesota claim.	0.20	45.00
SBN Serve bankruptcy notice.	0.20	45.00
SBN Review material received; letter to Commercial Services.	0.40	90.00

Helical Dynamics, Inc.

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General Representation

	HOURS	
SBN Telephone conference(s) with Leuer.	0.20	45.00
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FOR CURRENT SERVICES RENDERED	15.80	3,555.00
TOTAL CURRENT WORK		3,555.00
BALANCE DUE		<u><u>\$3,555.00</u></u>

DUE UPON RECEIPT

STEVEN B. NOSEK
Attorney at Law
701 Fourth Avenue South, Suite 300
Minneapolis, Minnesota 55415
(612) 335-9171

Helical Dynamics, Inc.
3600 Holly Lane North, #10
Plymouth MN 55447

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Adequate Protection and Post Petition Financing

	HOURS	
06/09/04 SBN Telephone conference(s) with Lawver (extend cash collateral stipulation).	0.20	45.00
06/14/04 SBN Review material received (Citicorp Section 362 motion); letter to client.	0.80	180.00
SBN Telephone conference(s) with client (Citicorp lease).	0.20	45.00
06/15/04 SBN Review material received; letter to Konkanen (Citicorp lease).	0.40	90.00
06/21/04 SBN Review material received (pleadings).	0.40	90.00
SBN Telephone conference(s) with Honkanen (forklift).	0.20	45.00
06/22/04 SBN Telephone conference(s) with client (Citicorp Del lease).	0.20	45.00
06/23/04 SBN Letter to Honkanen (Citicorp lease).	0.20	45.00
06/30/04 SBN Prepare, serve and file response to Citicapital motion.	0.80	180.00
SBN Telephone conference(s) with Honkanen (Citicapital - motion).	0.20	45.00
SBN Telephone conference(s) with client.	0.20	45.00
07/01/04 SBN Telephone conference(s) with Rubinstein (Citicapital and GCI).	0.20	45.00
SBN File and serve response to Citicapital motion.	0.60	135.00
SBN Telephone conference(s) with Honkanen.	0.20	45.00
07/07/04 SBN Telephone conference(s) with client (Citicapital forklift).	0.20	45.00
SBN Letter to Honkanen (Citi financial).	0.20	45.00

Helical Dynamics, Inc.

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Adequate Protection and Post Petition Financing

	HOURS	
07/09/04 SBN Review material received; letter to client (Citicapital).	0.40	90.00
07/14/04 SBN Review material received; letter to Honkanen (Citicapital).	0.40	90.00
07/16/04 SBN Review material received; letter to client (Citicapital).	0.20	45.00
SBN Telephone conference(s) with client (Citicapital).	0.20	45.00
SBN Telephone conference(s) with Honkanen (Citicapital).	0.20	45.00
07/20/04 SBN Telephone conference(s) with Honkanen.	0.20	45.00
SBN Review material received (Citicapital); letters to Rubinstein and client.	0.60	135.00
07/22/04 SBN Telephone conference(s) with client (Citicapital).	0.20	45.00
SBN Telephone conference(s) with Rubinstein (Citicapital).	0.20	45.00
SBN Telephone conference(s) with Honkanen.	0.20	45.00
07/23/04 SBN Telephone conference(s) with Hokanen; telephone conference(s) with Klein; telephone conference(s) with client.	0.40	90.00
07/26/04 SBN Telephone conference(s) with Bankruptcy Court.	0.20	45.00
07/27/04 SBN Letter to Honkanen.	0.20	45.00
FOR CURRENT SERVICES RENDERED	8.80	1,980.00
TOTAL CURRENT WORK		1,980.00
BALANCE DUE		<u>\$1,980.00</u>

DUE UPON RECEIPT

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701 Fourth Avenue South, Suite 300
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(612) 335-9171

Helical Dynamics, Inc.
3600 Holly Lane North, #10
Plymouth MN 55447

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GCI

	HOURS	
06/02/04 SBN Review material received; telephone conference(s) with client; letter to client (GCI).	0.20	45.00
SBN Telephone conference(s) with client.	0.20	45.00
06/03/04 SBN Telephone conference(s) with Lawver.	0.20	45.00
SBN Telephone conference(s) with Hamilton.	0.20	45.00
06/07/04 SBN Letter to client.	0.20	45.00
SBN Telephone conference(s) with Lawver.	0.20	45.00
06/09/04 SBN Prepare motion and amended stipulation (GCI).	1.00	225.00
SBN Letter to client regarding GCI.	0.20	45.00
06/10/04 SBN Letter to Lawver (adequate protection stipulation).	0.20	45.00
06/14/04 SBN Telephone conference(s) with Lawver (GCI).	0.20	45.00
SBN Telephone conference(s) with Lawver.	0.20	45.00
SBN File and serve motion (GCI).	0.60	135.00
06/21/04 SBN Review material received; letter to client (GCI).	0.20	45.00
06/23/04 SBN Telephone conference(s) with client (GCI).	0.20	45.00
06/24/04 SBN Telephone conference(s) with Lawver.	0.20	45.00
06/29/04 SBN Telephone conference(s) with Lawver.	0.20	45.00
07/01/04 SBN Telephone conference(s) with Lawver (GCI).	0.20	45.00
SBN Prepare file and serve amended adequate protection stipulation.	0.80	180.00
07/02/04 SBN Telephone conference(s) with Rubenstein (GCI).	0.20	45.00
SBN Telephone conference(s) with client (GCI).	0.20	45.00
SBN Telephone conference(s) with Raschke.	0.20	45.00
SBN Telephone conference(s) with client (GCI).	0.20	45.00

Helical Dynamics, Inc.

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GCI

	HOURS	
SBN Telephone conference(s) with Lawver.	0.20	45.00
SBN Review material received (pleadings).	0.40	90.00
07/06/04 SBN Telephone conference(s) with Lawver (GCI).	0.20	45.00
07/07/04 SBN Telephone conference(s) with Joyal (GCI Capital).	0.20	45.00
SBN Telephone conference(s) with Lawver (GCI).	0.20	45.00
07/09/04 SBN Telephone conference(s) with Joyal (GCI).	0.20	45.00
FOR CURRENT SERVICES RENDERED	7.60	1,710.00
TOTAL CURRENT WORK		1,710.00
BALANCE DUE		<u>\$1,710.00</u>

DUE UPON RECEIPT

STEVEN B. NOSEK
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701 Fourth Avenue South, Suite 300
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(612) 335-9171

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Plymouth MN 55447

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Plan of Reorganization

	HOURS	
06/08/04 SBN Attend meeting with client.	2.00	450.00
SBN Draft plan.	1.60	360.00
06/09/04 SBN Letter to Joyal (plan).	0.20	45.00
06/10/04 SBN Telephone conference(s) with Joyal (revised cash flow projections).	0.20	45.00
06/14/04 SBN Review material received (cash flow projection); telephone conference(s) with Joyal.	0.80	180.00
06/17/04 SBN Conference with client (plan of reorganization).	2.00	450.00
06/23/04 SBN Telephone conference(s) with Joyal (projections).	0.20	45.00
06/29/04 SBN Telephone conference(s) with Hamilton (cash flows).	0.20	45.00
07/07/04 SBN Attend meeting with landlord.	2.40	540.00
07/08/04 SBN Telephone conference(s) with Joyal (cash flow projections).	0.20	45.00
07/12/04 SBN Telephone conference(s) with Hamilton; review material received, projections.	1.00	225.00
07/13/04 SBN Conference with client (plan).	2.60	585.00
07/14/04 SBN Telephone conference(s) with Joyal (projections).	0.20	45.00
07/16/04 SBN Telephone conference(s) with Joyal (projections).	0.20	45.00
FOR CURRENT SERVICES RENDERED	13.80	3,105.00
TOTAL CURRENT WORK		3,105.00

Helical Dynamics, Inc.

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Plan of Reorganization

BALANCE DUE

\$3,105.00

DUE UPON RECEIPT

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF MINNESOTA**

In Re:

Case No. 04-31444

Helical Dynamics, Inc.,

ORDER

Debtor.

Chapter 11 Case.

The Application for Allowance of Interim Compensation and reimbursement of Expenses of Attorney for Debtor-In-Possession came on for hearing before the undersigned on September 7, 2004. Appearances of counsel were noted in the record.

The court having considered the arguments of counsel and reviewed the Application hereby
ORDERS:

1. Steven B. Nosek is allowed interim compensation in the amount of \$10,350.00;
2. Steven B. Nosek is allowed to apply the paid-out amount received against the allowed fees, and the balance due Steven B. Nosek in the amount of \$6,354.00 for fees is permitted to be paid by the Debtor as an administrative expense.

Dated: _____, 2004.

BY THE COURT:

Gregory F. Kishel
Judge of the United States Bankruptcy Court

UNSWORN CERTIFICATE OF SERVICE

I, Lori A. Adamson, declare under penalty of perjury that on August 12, 2004, I mailed by U.S. Mail, a copy of the following document:

1. Notice of Hearing and Application for Allowance of Interim Compensation and Reimbursement of Expenses of Attorney for Debtor-In-Possession; and
2. Proposed Order.

to each entity named below at the stated address:

Helical Dynamics, Inc.
3600 Holly Lane North
Suite 10
Plymouth, MN 55447

US Trustee
1015 US Courthouse
300 South 4th Street
Minneapolis, MN 55415

US Attorney
600 Us Courthouse
300 South 4th Street
Minneapolis, MN 55415

MN Dept of Revenue-Coll. Enfnt
551 BKY Section
PO Box 64447
St. Paul, MN 55164

IRS
Special Procedures Branch
316 N Robert Street Stop 5700
St. Paul, MN 55101

IRS Office of Chief Counsel
650 Galtier Plaza
380 Jackson Street
St. Paul, MN 55101

Securities & Exchange Comm
BKY Section
175 Jackson Blvd Suite 900
Chicago, IL 60604

James A. Rubenstein
Moss & Barnett
90 South 7th Street Suite 4800
Minneapolis, MN 55402-4129

GCI Capital Inc
Joseph Lawver
150 South 5th Street, Suite 1800
Minneapolis, MN 55402

Citicorp Del Lease Inc.
450 Mamaroneck Avenue
Harrison, NY 10528

Expert Leasing
4319 Cedarwood Road
St. Louis Park, MN 55416

Minnesota Revenue
600 North Robert Street
Mail Station 6553
St. Paul, MN 55146

Small Business Administration
Ms. Royce Nelligan
100 North 6th Street, Suite 210C
Minneapolis, MN 55403

Commercial Services Group, Inc.
Attn: Mike Berry
11603 Shelbyville Road, Suite 3
Louisville, KY 40243

Ruth E. Honkanen
Foley & Mansfield
250 Marquette Avenue, suite 1200
Minneapolis, MN 55401

Executed on: August 12, 2004.

Signed: _____/e/ Lori A. Adamson
Steven B. Nosek Law Office
Attorney for Debtor
701 Fourth Avenue South
Suite 300
Minneapolis, MN 55415
(612) 335-9171